

UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE

NIKKI BOLLINGER GRAE, Individually and on Behalf of All Others Similarly Situated,	)	Civil Action No. 3:16-cv-02267
	)	
Plaintiff,	)	Honorable Aleta A. Trauger
	)	
vs.	)	DECLARATION OF CHRISTOPHER M.
	)	WOOD IN SUPPORT OF PLAINTIFF'S
CORRECTIONS CORPORATION OF	)	OPPOSITION TO DEFENDANTS' MOTION
AMERICA, et al.,	)	FOR SUMMARY JUDGMENT
	)	
Defendants.	)	
_____	)	

**[FILED UNDER SEAL]**

I, CHRISTOPHER M. WOOD, declare as follows:

1. I am an attorney duly licensed to practice before all of the courts of the State of Tennessee and this Court. I am a member of the law firm Robbins Geller Rudman & Dowd LLP, Lead Counsel for Lead Plaintiff and Class Representative Amalgamated Bank, as Trustee for the LongView Collective Investment Fund in the above-captioned action. This Declaration is made in support of Plaintiff's Opposition to Defendants' Motion for Summary Judgment. I have personal knowledge of the matters stated herein and, if called upon, I could and would competently testify thereto.

2. Attached are true and correct copies of the following exhibits:

Exhibit	Description
1	Amendment of Solicitation/Modification of Contract, dated September 30, 2011-October 1, 2011 (Bates No. CORECIVIC_1045919-22);
2	Deposition transcript of Donald William Murray, Jr., dated October 23, 2020;
3	Deposition transcript of D. Scott Dodrill, dated October 15, 2020;
4	Letter from Elizabeth Warren, United States Senate, to James A. Gondles Jr., Executive Director, American Correctional Association, dated May 31, 2019;
5	Evaluation of the Taft Demonstration Project: Performance of a Private-Sector Prison and the BOP, dated October 7, 2005;

6	Email from Keith Hall to John Robinson, Natasha Metcalf, Jeb Beasley, John Baxter and Harley Lappin, dated November 24, 2014 (Bates No. CORECIVIC_0030472-76);
7	Contractor Performance Assessment Report (CPAR) 10/01/2012-09/30/2013 (Bates No. CORECIVIC_1337442-43);
8	Deposition transcript of Douglas M. Martz, dated July 20, 2020;
9	Contractor Performance Assessment Report (CPAR) 06/01/2010-05/31/2011 (Bates No. CORECIVIC_0045967-68);
10	Contractor Performance Assessment Report (CPAR) 10/01/2011-09/30/2012 (Bates No. CORECIVIC_0674188-90);
11	<i>United States of America v. Ali, et al.</i> , No. 5:13-cr-00010-DBC-FKB, Grand Jury Charges, dated July 23, 2013;
12	Email from Patrick Swindle to Michael Grant with attachment, dated June 24, 2016 (Bates No. CORECIVIC_1331683-90);
13	Email from Harley Lappin to Steve Owen with attachment, dated June 15, 2016 (Bates No. CORECIVIC_0996379-92);
14	Email from Jeb Beasley to Tony Grande and Bart Verhulst with attachment, dated July 16, 2016 (Bates No. CORECIVIC_0047960-75);
15	Departmental Executive Summary to CCA Board of Directors, dated May 14, 2015 (Bates No. CORECIVIC_0104291-337);
16	Email from Jamie Warren to Tony Grande with attachment, dated February 9, 2015 (Bates No. CORECIVIC_0393678-727);
17	Departmental Executive Summary to CCA Board of Directors, dated February 20, 2015 (Bates No. CORECIVIC_0393682-727);
18	Car 15 Debriefing (Bates No. CORECIVIC_0683821-25);
19	Email from Keith Ivens to John Baxter, <i>et al.</i> , dated June 23, 2016 (Bates No. CORECIVIC_1003322-23);
20	Contractor Performance Assessment Report (CPAR) 10/01/2013-09/30/2014 (Bates No. CORECIVIC_1337456-59);
21	Objections and Responses of Defendants CoreCivic, Inc., Damon T. Hininger, David M. Garfinkle, Todd J. Mullenger and Harley G. Lappin to Plaintiff Amalgamated Bank's Second Set of Requests for Production of Documents, dated July 2, 2018
22	Contractor Performance Assessment Report (CPAR) 05/01/2015-04/30/2016 (Bates No. CORECIVIC_1337645-48);
23	Email from Simon Hakim to Katie Lilley and Tony Grande, dated September 28, 2011 (Bates No. BLACKSTONE0000018);
24	Email from Simon Hakim to Katie Lilley, dated October 31, 2011 (Bates No. BLACKSTONE0000358-62);
25	Email from Simon Hakim to John Malloy, dated January 31, 2013 (Bates No. BLACKSTONE0012817);
26	Email from Simon Hakim to Steve Owen, <i>et al.</i> , dated April 6, 2013 (Bates No. BLACKSTONE0018218);
27	Private Corrections Institute Press Release titled: "Research Study Finding Benefits from Prison Privatization Conveniently Funded by 'Members of the Private Prison

	Industry,” dated May 22, 2013 (Bates No. BLACKSTONE0017862-63);
28	Email from Steve Owen to Simon Hakim, dated June 11, 2012 (Bates No. BLACKSTONE0003565-67);
29	Email from Steve Owen to Simon Hakim, dated May 23, 2013 (Bates No. CORECIVIC_0954060);
30	Letter from Michele Masucci, Temple University to Alex Friedmann, Prison Legal News, dated July 2, 2014;
31	Email from Steve Owen to Simon Hakim, dated October 21, 2014 (Bates No. BLACKSTONE0014674);
32	Email from Simon Hakim to Ed C. Fischer, dated May 24, 2013 (Bates No. BLACKSTONE0020971);
33	Expert Report of Dr. Justin Marlowe, Ph.D., CGFM, dated August 7, 2020;
34	Email from Steve Owen to Brandon Lausch with attachment, dated April 29, 2013 (Bates No. BLACKSTONE0019100-48);
35	Deposition transcript of Thurgood Marshall, Jr., dated November 12, 2020;
36	Deposition transcript of William Dalius, dated October 28, 2020;
37	Evaluation of the Taft Demonstration Project: Performance of a Private-Sector Prison and the BOP, dated October 7, 2005;
38	CCA’s 2015 Annual Report;
39	Plaintiff’s Objections and Responses to Defendant CoreCivic, Inc.’s Second Set of Interrogatories to Plaintiff, dated May 1, 2020;
40	Email from Ronald Thompson to Harley Lappin, dated January 19, 2012 (Bates No. CORECIVIC_0026431);
41	Email from Lou Marasco to Jeb Beasley, dated March 22, 2012 (Bates No. CORECIVIC_0990175-77);
42	Email from Emilee Beach to Lane Blair, <i>et al.</i> , dated April 24, 2012 (Bates No. CORECIVIC_0126578-85);
43	Email from Lane Blair to Lee Vaughn with attachment, dated May 15, 2012 (Bates No. CORECIVIC_0801875-81);
44	Email from Emilee Beach to Michael Nalley, <i>et al.</i> , dated March 4, 2013 (Bates No. CORECIVIC_0188601-09);
45	Email from Michael Nalley to Harley Lappin, dated May 3, 2013 (Bates No. CORECIVIC_1001451-61);
46	Email from Ashley Odubeko to Natasha Metcalf, dated September 4, 2014 (Bates No. CORECIVIC_0713011-17);
47	After-Action Report, dated July 27, 2012 (Bates No. BOP_0293033-57);
48	Affidavit of Deborah Temple, dated July 17, 2014;
49	Letter from Tim Barnes, Federal Bureau of Prisons to All Interested Parties with CAR XV Solicitation, dated June 26, 2013;
50	Email from Catherine Levins to Damon Hininger, <i>et al.</i> with attachment, dated September 13, 2013 (Bates No. CORECIVIC_0111231-73);
51	Email from Keith Hall to Joe Pryor, dated May 5, 2014 (Bates No. CORECIVIC_1064289-98);
52	Email from Natasha Metcalf to Don Murray and Valerie Wengler with attachments, dated December 23, 2014 (Bates No. CORECIVIC_1473393-407);

53	Email from Ashley Odubeko to Natasha Metcalf with attachment, dated September 4, 2014 (Bates No. CORECIVIC_1051669-78);
54	Letter from Timothy Barnes to Lucibeth Mayberry, dated May 21, 2014 (Bates No. CORECIVIC_1051551-63);
55	Email from Steve Owen to Brad Regens, <i>et al.</i> , attaching Prison company CCA to pay Idaho SIM over staffing, dated February 5, 2014 (Bates No. CORECIVIC_0027824-25);
56	Deposition transcript of David Garfinkle, dated July 31, 2020;
57	Email from Keith Hall to John Robinson, <i>et al.</i> , dated October 17, 2014 (Bates No. CORECIVIC_0101648-76);
58	Email from John Robinson to Donna Mellendick, dated October 15, 2014 (Bates No. CORECIVIC_0101633-39);
59	Email from Michelle Barker to Damon Hininger, dated October 29, 2014) (Bates No. CORECIVIC_0113822-28);
60	Email from Mike Binion to Don Murray, <i>et al.</i> with attachment, dated November 13, 2014 (Bates No. CORECIVIC_0097307-20);
61	Email from David Garfinkle to Harley Lappin and Damon Hininger, dated November 13, 2014 (Bates No. CORECIVIC_0994940-56);
62	Deposition transcript of Harley G. Lappin, dated July 28, 2020;
63	Deposition transcript of Harley G. Lappin, dated October 29, 2020;
64	Email from Natasha Metcalf to Damon Hininger, <i>et al.</i> with attachment, dated March 16, 2015, (Bates No. CORECIVIC_1008313-31);
65	Email from Michael Nalley to Harley Lappin with attachment, dated July 31, 2015 (Bates No. CORECIVIC_1002809-14);
66	Email from Tom Beasley to Jeb Beasley, dated January 9, 2015 (Bates No. CORECIVIC_0086157-59);
67	Email from Donna Mellendick to Cathy S. Scott with attachment, dated January 20, 2015 (Bates No. BOP_0246690-755);
68	Email from Damon Hininger to David Garfinkle, <i>et al.</i> , dated January 22, 2015 (Bates No. CORECIVIC_0036536-38);
69	Thomson Reuters Transcript CXW – Q4 2014 Corrections Corporation of America Earnings Call, dated February 12, 2015;
70	Thomson Reuters Transcript CXW – Q1 2015 Corrections Corporation of America Earnings Call, dated May 7, 2015;
71	Email from David Garfinkle to John R. Prann, Jr., dated February 26, 2015 (Bates No. CORECIVIC_0114064-65);
72	Email from Ashley Daugherty to Keith Hall and Michael Nalley with attachment, dated August 4, 2015 (Bates No. DAUGHERTY_0000991-1001);
73	Email from Ashley Daugherty to Scott Craddock, dated August 25, 2015 (Bates No. CORECIVIC_1169325-53);
74	Email from Linda Thomas to Zachary Currier, dated September 2, 2015 (Bates No. BOP_0309071-72);
75	Email from Jeb Beasley to Robert Hobart, dated October 26, 2015 (Bates No. CORECIVIC_0393120-21);
76	Email from Lisa Alden to Keith Hall, dated December 8, 2015 (Bates No.

	CORECIVIC_0199509-10);
77	Email from David Garfinkle to Michael Nalley, dated January 5, 2016 (Bates No. CORECIVIC_0199715-17);
78	Email from Michael Nalley to Michael Nalley, dated May 11, 2016 (Bates No. CORECIVIC_0201050-51);
79	Email from Bart Verhulst to Jeb Beasley, dated June 16, 2016 (Bates No. CORECIVIC_0045369-85);
80	Email from Damon Hininger to David Garfinkle, dated July 17, 2016 (Bates No. CORECIVIC_0114917-18);
81	Email from David Garfinkle to Kim White, dated July 29, 2016 (Bates No. CORECIVIC_0073426-29);
82	Email from Jeb Beasley to David Garfinkle and Brian Hammonds, dated July 29, 2016 (Bates No. CORECIVIC_1153117-22);
83	Email from Jeb Beasley to Wendy Beasley, dated August 1, 2016 (Bates No. CORECIVIC_0090867-68);
84	Email from Damon Hininger to David Garfinkle, <i>et al.</i> , dated August 3, 2016 (Bates No. CORECIVIC_0025890-91);
85	Email from Ronald Thompson to Michael Nalley, dated August 11, 2016 (Bates No. CORECIVIC_1248552);
86	Email from Brian Koehn to Jeremy Mansfield and Geraldine Lucero, dated September 14, 2016 (Bates No. CORECIVIC_0578272-73);
87	Audit of the Federal Bureau of Prisons' Contract with CoreCivic, Inc. to Operate the Adams County Correctional Center in Natchez, Mississippi, dated December 2016;
88	CoreCivic 2017 Management Plan (Bates No. EY-CORE-EWP-00000340-87);
89	Letter from J. William Weinberg to Damon Hininger, dated November 8, 2016 (Bates No. CORECIVIC_0185119-31);
90	Deposition transcript of Bart VerHulst, dated November 5, 2019;
91	CoreCivic News Release titled: "CoreCivic Reports First Quarter 2019 Financial Results Diluted EPS of \$0.41 and FFO per Share of \$0.64 Exceed Guidance Increases Full Year 2019 Financial Guidance," dated May 8, 2019;
92	CoreCivic News Release titled: "CoreCivic Reports First Quarter 2017 Financial Results Increases 2017 Full Year Financial Guidance," dated May 3, 2017;
93	Deposition transcript of Justin Marlowe, Ph.D., dated October 16, 2020;
94	Expert Report of Donna Mellendick of D1 Corrections Consulting, LLC, dated August 7, 2020;
95	Deposition transcript of Donna Mellendick, dated October 27, 2020;
96	Email from Stacia Hylton to John Vanyur and William Dalius Jr., dated August 21, 2016 (Bates No. CORECIVIC_2206845);
97	Email from Katie Lilley to Simon Hakim with attachment, dated October 25, 2011 (Bates No. BLACKSTONE0000080-357);
98	GAO Report to the Subcommittees on Commerce, Justice, and Science, Senate and House Appropriations Committees, "Bureau of Prisons Needs Better Data to Assess Alternatives for Acquiring Low and Minimum Security Facilities," dated October 2007 (Bates No. MARLOWE_0005923-61);

99	Deposition transcript of Damon Hininger, dated March 3, 2020;
100	Letter from Catherine S. Scott to Jeb Beasley, dated August 29, 2014 (Bates No. CORECIVIC_0044795-96);
101	Deposition transcript of John Baxter, dated December 19, 2019;
102	CoreCivic's Objections and Responses to Plaintiffs' First Set of Interrogatories, dated May 1, 2020;
103	Damon Hininger's Objections and Responses to Plaintiffs' First Set of Interrogatories, dated May 1, 2020;
104	Harley Lappin's Objections and Responses to Plaintiffs' First Set of Interrogatories, dated May 1, 2020;
105	Declaration and Expert Report of Donna Mellendick, dated January 22, 2021;
106	Declaration and Expert Report And Rebuttal Report of W. Scott Dalrymple, dated January 22, 2021; and
107	Excerpt of deposition transcript of Patrick Swindle - 30(b)(6), dated January 9, 2019.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on January 22, 2021, at Nashville, Tennessee.

\_\_\_\_\_  
s/ Christopher M. Wood  
CHRISTOPHER M. WOOD

CERTIFICATE OF SERVICE

I hereby certify under penalty of perjury that on January 22, 2021, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses on the attached Electronic Mail Notice List, and I hereby certify that I caused the mailing of the foregoing via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

s/ Christopher M. Wood

CHRISTOPHER M. WOOD

ROBBINS GELLER RUDMAN  
& DOWD LLP

414 Union Street, Suite 900

Nashville, TN 37219

Telephone: 615/244-2203

615/252-3798 (fax)

E-mail: cwood@rgrdlaw.com



**Mailing Information for a Case 3:16-cv-02267 Grae v. Corrections Corporation of America et al****Electronic Mail Notice List**

The following are those who are currently on the list to receive e-mail notices for this case.

- **Kenneth J. Black**  
kennyb@rgrdlaw.com
- **Paul Kent Bramlett**  
pknashlaw@aol.com
- **Robert P. Bramlett**  
robert@bramlettlawoffices.com
- **Christopher T. Cain**  
cain@scottandcain.com, ambrose@scottandcain.com
- **Patrick V. Dahlstrom**  
pdahlstrom@pomlaw.com
- **Jason A. Forge**  
jforge@rgrdlaw.com
- **Brian T. Glennon**  
brian.glennon@lw.com
- **Michael Goldberg**  
michael@goldberglawpc.com
- **Marc Gorrie**  
mgorrie@pomlaw.com
- **Meryn C.N. Grant**  
Meryn.Grant@lw.com
- **Dennis J. Herman**  
dherman@rgrdlaw.com, e\_file\_sd@rgrdlaw.com
- **James A. Holifield , Jr**  
aholifield@holifieldlaw.com
- **J. Alexander Hood , II**  
ahood@pomlaw.com
- **Jeremy A. Lieberman**  
jalieberman@pomlaw.com, disaacson@pomlaw.com, lpvega@pomlaw.com
- **Christopher Hamp Lyons**  
clyons@rgrdlaw.com, KennyB@rgrdlaw.com, e\_file\_sd@rgrdlaw.com
- **Jerry E. Martin**  
jmartin@barrettjohnston.com, adonovan@barrettjohnston.com, eseaborn@barrettjohnston.com, jmartin@rgrdlaw.com
- **Milton S. McGee , III**  
tmcgee@rwjplc.com, dgibby@rwjplc.com
- **Faraz Mohammadi**  
faraz.mohammadi@lw.com
- **Willow E. Radcliffe**  
willowr@rgrdlaw.com, WillowR@ecf.courtdrive.com
- **Steven Allen Riley**  
sriley@rwjplc.com, dgibby@rwjplc.com
- **Brian Schall**  
brian@goldberglawpc.com
- **David J. Schindler**  
david.schindler@lw.com
- **Sarah A. Tomkowiak**  
sarah.tomkowiak@lw.com



- **Morgan E. Whitworth**  
morgan.whitworth@lw.com,morgan-whitworth-8044@ecf.pacerpro.com
- **Christopher M. Wood**  
cwood@rgrdlaw.com,smorris@rgrdlaw.com,CWood@ecf.courtdrive.com,willowr@rgrdlaw.com,e\_file\_sd@rgrdlaw.com,smorris@ecf.courtdrive.com

### Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

- (No manual recipients)